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Form **990-PF****Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

8/1/2013

, and ending

7/31/2014

Name of foundation

TW SIDNEY J HARRIS

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

22-6455160

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ☐

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c),

line 16) ☐ \$

1,963,000

J Accounting method. ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 637,423

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

SCANNED NOV 07 2013

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Operating and Administrative Expenses

3 ne p

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	62,672	88,265	88,265	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	1,669,041	1,610,790	1,874,735		
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,731,713	1,699,055	1,963,000		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,731,713	1,699,055		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	1,731,713	1,699,055			
31	Total liabilities and net assets/fund balances (see instructions)	1,731,713	1,699,055			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,731,713
2	Enter amount from Part I, line 27a	2	-32,357
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,699,356
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	301
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,699,055

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			0	
b			0	
c			0	
d			0	
e			0	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	42,682
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☐ Yes ☒ No

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))	
2012	72,461	1,842,398	0.039330	
2011	98,303	1,786,933	0.055012	
2010	78,622	1,880,308	0.041813	
2009	87,113	1,720,825	0.050623	
2008	96,788	1,509,261	0.064129	
2	Total of line 1, column (d)		2	0.250907
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.050181
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4	1,915,868
5	Multiply line 4 by line 3		5	96,140
6	Enter 1% of net investment income (1% of Part I, line 27b)		6	577
7	Add lines 5 and 6		7	96,717
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8	89,527

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,153	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	1,153	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,153	
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	967	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	967	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	186	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>WELLS FARGO BANK N.A.</u> Telephone no ► <u>888-730-4933</u> Located at ► <u>1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC</u> ZIP+4 ► <u>27101-3818</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4.00	29,299		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,877,123
b	Average of monthly cash balances	1b	67,921
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,945,044
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,945,044
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	29,176
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,915,868
6	Minimum investment return. Enter 5% of line 5	6	95,793

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	95,793
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,153
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,153
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	94,640
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	94,640
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	94,640

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	89,527
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	89,527
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	89,527

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				94,640
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			31,741	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 89,527				
a Applied to 2012, but not more than line 2a			31,741	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				57,786
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				36,854
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter:				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

- b** The form in which applications should be submitted and information and materials they should include.

- c** Any submission deadlines:

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			3a	78,500
b Approved for future payment NONE				
Total			3b	0

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations


		Yes	No
1	Did the organization directly or indirectly engage in any of the following organizations described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <u>John A. Salento SVP Wells Fargo Bank N.A.</u>		Date <u>11/6/2014</u>	Title <u>SVP Wells Fargo Bank N.A.</u>			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J. CASTRIANO				11/6/2014		P01251603
	Firm's name ▶ PricewaterhouseCoopers, LLP					Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777					Phone no 412-355-6000		

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SUMMIT SPEECH SCHOOL

Street

705 CENTRAL AVE

City

NEW PROVIDENCE

State

NJ

Zip Code

07974

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

ALZHEIMER'S ASSOCIATION - NJ CHAPTER

Street

400 MORRIS AVENUE

City

DENVILLE

State

NJ

Zip Code

07834

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

HOSPITAL AT RAHWAY FOUNDATION

Street

865 STONE ST

City

RAHWAY

State

NJ

Zip Code

07065

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

DEBORAH HOSPITAL FOUNDATION

Street

20 PINE MILLS ROAD

City

BROWN MILLS

State

NJ

Zip Code

08015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

JOHN F. KENNEDY MEDICAL CENTER

Street

65 JAMES STREET

City

EDISON

State

NJ

Zip Code

08820

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

JEWISH RENAISSANCE MEDICAL CENTER INC

Street

275 HOBART ST

City

PERTH AMBOY

State

NJ

Zip Code

08861

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

JEWISH FAMILY & VOCATIONAL SERVICE OF MIDDLESEX COUNTY INC

Street

32 FORD AVE # 2

City

MILLTOWN

State

NJ

Zip Code

08850

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

HEALTHY ACTIVE RESPONSIBLE KIDS

Street

5 PIROZZI LN

City

HILLSBOROUGH

State

NJ

Zip Code

08844-1309

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

CENTRAL NEW JERSEY COUNCIL, BOY SCOUTS OF AMERICA

Street

2245 US HIGHWAY 130S, SUITE 106

City

DAYTON

State

NJ

Zip Code

08810-2420

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,500

Name

ANSHE EMETH COMMUNITY DEVELOPMENT CORP OF CENTRAL JERSEY INC

Street

222 LIVINGSTON AVE

City

NEW BRUNSWICK

State

NJ

Zip Code

08901-3061

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV		Description	CUSIP #	Purchase	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									Capital Gains/Losses	Other sales	Gross Sales	Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
		Long Term CG Distributions	Short Term CG Distributions	Amount	21,578		594,741		637,423		0		0		42,682	
1	X	DRIEHAUS ACTIVE INCOME F		262028855		7/12/2013		6/18/2014	25,885	25,741					0	144
2	X	DRIEHAUS ACTIVE INCOME F		262028855		10/11/2013		6/18/2014	11,125	11,042					0	83
3	X	HARBOR CAPITAL APRTION		411511504		5/25/2011		10/9/2013	6,349	4,868					0	1,481
4	X	HARBOR CAPITAL APRTION		411511504		11/19/2012		1/16/2014	3,927	2,835					0	1,092
5	X	HARBOR CAPITAL APRTION		411511504		5/25/2011		1/16/2014	9,948	6,784					0	3,164
6	X	HARBOR CAPITAL APRTION		411511504		2/11/2013		6/18/2014	6,714	5,112					0	1,602
7	X	HARBOR CAPITAL APRTION		411511504		4/24/2014		6/18/2014	5,133	4,931					0	202
8	X	HARBOR CAPITAL APRTION		411511504		5/25/2011		1/16/2014	3,166	3,441					0	1,725
9	X	ISHARES CORE S & P 500 ETF		464287200		8/8/2012		1/16/2014	3,336	2,531					0	805
10	X	KALMAR GR W/ VAL SM CAP F		483438305		2/17/2013		1/16/2014	5,421	4,126					0	1,295
11	X	KEELEY SMALL CAP VAL F D		487300808		12/28/2010		6/18/2014	26,463	16,914					0	9,549
12	X	KEELEY SMALL CAP VAL F D		487300808		8/26/2011		6/18/2014	10,576	5,981					0	4,595
13	X	KEELEY SMALL CAP VAL F D		487300808		10/20/2011		4/22/2014	32,460	36,358					0	-4,098
14	X	LAUDUS MNDRIAN INTL F.H.I		518550655		7/12/2013		4/22/2014	1,680	1,806					0	-126
15	X	LAUDUS MNDRIAN INTL F.H.I		518550655		7/12/2013		4/22/2014	4,665	4,554					0	111
16	X	LAUDUS MNDRIAN INTL F.H.I		518550655		12/12/2014		4/22/2014	4,665	4,554					0	120
17	X	MFS VALUE FUND-CLASS I #8		552983694		2/14/2012		1/16/2014	6,750	4,888					0	1,862
18	X	MERGER FD SH BEN INT #260		589508108		10/20/2011		6/18/2014	8,393	8,057					0	336
19	X	ASG GLOBAL ALTERNATIVES		638721885		10/11/2013		1/16/2014	2,303	2,324					0	-21
20	X	ASG GLOBAL ALTERNATIVES		638721885		7/12/2013		6/18/2014	7,815	7,869					0	-54
21	X	ASG GLOBAL ALTERNATIVES		638721885		7/12/2013		6/18/2014	10,475	10,660					0	-185
22	X	DREYFUS EMG MKT DEBT LO		261980494		8/10/2012		10/10/2013	27,301	28,145					0	-844
23	X	ARTISAN MID CAP FUND-INS		043141600		7/12/2013		10/8/2014	5,776	5,552					0	224
24	X	ARTISAN MID CAP FUND-INS		043141600		7/12/2013		4/22/2014	139	131					0	8
25	X	ARTISAN MID CAP FUND-INS		043141600		2/17/2013		4/22/2014	11,476	9,598					0	1,878
26	X	DREYFUS EMG MKT DEBT LO		261980494		2/14/2012		10/10/2013	918	925					0	-7
27	X	CREDIT SUISSE COMM RET S		22544R305		8/26/2011		10/9/2013	16,909	21,668					0	-4,759
28	X	AQR MANAGED FUTURES ST		00203H859		7/12/2013		10/9/2013	17,987	18,627					0	-640
29	X	ARTISAN INTERNATIONAL FU		043141H204		8/26/2011		1/16/2014	10,453	7,079					0	3,374
30	X	CREDIT SUISSE COMM RET S		22544R305		8/26/2011		4/22/2014	7,362	8,808					0	-1,446
31	X	DREYFUS EMG MKT DEBT LO		261980494		2/14/2012		6/18/2014	5,683	5,844					0	-39
32	X	CREDIT SUISSE COMM RET S		22544R305		8/26/2011		6/18/2014	10,120	12,312					0	-2,192
33	X	DREYFUS EMG MKT DEBT LO		261980494		2/14/2012		6/18/2014	13,795	13,614					0	181
34	X	CREDIT SUISSE COMM RET S		22544R305		2/14/2012		6/18/2014	4,286	4,686					0	-400
35	X	CREDIT SUISSE COMM RET S		22544R305		8/10/2012		6/18/2014	11,739	12,713					0	-974
36	X	DIAMOND HILL LONG-SHORT		25264SR33		9/10/2012		1/16/2014	2,292	1,806					0	486
37	X	DRIEHAUS ACTIVE INCOME F		262028855		2/11/2013		1/16/2014	9,070	9,019					0	51
38	X	DODGE & COX INTL STOCK F		256206103		3/17/2010		10/9/2013	1,457	1,203					0	254
39	X	DODGE & COX INTL STOCK F		256206103		9/17/2008		10/9/2013	1,058	1,032					0	26
40	X	DODGE & COX INTL STOCK F		256206103		9/17/2008		10/9/2013	3,132	2,571					0	561
41	X	DODGE & COX INTL STOCK F		256206103		12/17/2009		1/16/2014	4,170	3,162					0	1,008
42	X	DODGE & COX INTL STOCK F		256206103		12/17/2009		1/16/2014	2,551	1,867					0	684
43	X	DODGE & COX INTL STOCK F		256206103		2/11/2013		6/18/2014	8,408	8,544					0	-136
44	X	DODGE & COX INCOME FD C		256210105		2/11/2013		6/18/2014	12,876	12,822					0	54
45	X	DRIEHAUS ACTIVE INCOME F		262028855		7/12/2013		1/16/2014	11,882	11,805					0	77
46	X	OPPENHEIMER DEVELOPING		683974505		5/25/2011		10/9/2013	13,293	12,645					0	648
47	X	OPPENHEIMER DEVELOPING		683974505		5/25/2011		6/18/2014	3,957	3,573					0	-52
48	X	PIMCO TOTAL RET FD-INST #		693390700		5/10/2012		1/16/2014	2,210	2,310					0	-100
49	X	PIMCO TOTAL RET FD-INST #		693390700		10/11/2013		6/18/2014	4,085	4,108					0	-23
50	X	PIMCO TOTAL RET FD-INST #		693390700		4/24/2014		6/18/2014	10,226	10,151					0	75
51	X	PIMCO TOTAL RET FD-INST #		693390700		10/11/2013		6/18/2014	1,775	1,762					0	13
52	X	RIDGEMORTH SEIX HY BD-I #		76628T645		7/12/2013		1/16/2014	15,105	15,411					0	-306
53	X	RIDGEMORTH SEIX HY BD-I #		76628T645		10/11/2013		6/18/2014	2,811	2,863					0	-52
54	X	RIDGEMORTH SEIX HY BD-I #		76628T645		8/26/2011		1/16/2014	29,384	27,952					0	1,432
55	X	RIDGEMORTH SEIX HY BD-I #		76628T645		8/26/2011		4/22/2014	36,158	34,051					0	2,107
56	X	RIDGEMORTH SEIX HY BD-I #		76628T645		10/20/2011		4/22/2014	12,058	11,306					0	752
57	X	RIDGEMORTH SEIX HY BD-I #		76628T645		2/14/2012		4/22/2014	14,314	14,464					0	-150
58	X	T ROWE PRICE SHORT TERM		77957P105		2/14/2012		4/22/2014	3,864	3,904					0	-40
59	X	T ROWE PRICE SHORT TERM		77957P105		2/14/2012		6/18/2014	10,016	10,120					0	-104
60	X	T ROWE PRICE SHORT TERM		77957P105		2/14/2012		6/18/2014	2,630	2,379					0	251
61	X	SPDR DJ WILSHIRE INTERNA		78463X863		5/23/2011		6/18/2014	2,630	2,379					0	251
62	X	VANGUARD FTSE EMERGING		922042858		12/28/2010		10/9/2013	13,271	15,218					0	-1,947
63	X	VANGUARD FTSE EMERGING		922042858		2/7/2013		1/16/2014	13,968	15,523					0	-1,555
64	X	VANGUARD FTSE EMERGING		922042858		12/28/2010		1/16/2014	16,026	19,023					0	-2,997
65	X	VANGUARD REIT VIPER		922908553		10/9/2013		4/22/2014	5,041	4,604					0	437
66	X	VANGUARD REIT VIPER		922908553		12/28/2010		6/18/2014	432	320					0	112
67	X	VANGUARD REIT VIPER		922908553		11/19/2012		4/22/2014	1,865	2,020					0	-155
68	X	VANGUARD REIT VIPER		922908553		11/19/2012		4/22/2014	288	250					0	38

Part I, Line 16b (990-PF) - Accounting Fees

		1,918	0	0	1,918
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,918			1,918

Part I, Line 16c (990-PF) - Other Professional Fees

		1,784	0	0	1,784
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMIN FEES	1,784			1,784

Part I, Line 18 (990-PF) - Taxes

		2,076	442	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	442	442		
2	PY EXCISE TAX DUE	667			
3	ESTIMATED EXCISE PAYMENTS	967			

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED		1,669,041	1,610,790	1,874,735

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	297
2	ROUNDING	2	4
3	Total	3	301

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions															Amount	
Short Term CG Distributions															21,578	0
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	21,104	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	21,104	
1 DRIEHAUS ACTIVE INCOME FUND	262028855		7/12/2013	6/18/2014	25,885			25,741	144		0	0	0	144		
2 DRIEHAUS ACTIVE INCOME FUND	262028855		10/11/2013	6/18/2014	11,125			11,042	83		0	0	0	83		
3 HARBOR CAPITAL APRECTION-INST #20	411511504		5/25/2011	10/6/2013	6,349			4,866	1,481		0	0	0	1,481		
4 HARBOR CAPITAL APRECTION-INST #20	411511504		11/19/2012	1/16/2014	3,927			2,835	1,092		0	0	0	1,092		
5 HARBOR CAPITAL APRECTION-INST #20	411511504		5/25/2011	1/16/2014	9,948			6,784	3,164		0	0	0	3,164		
6 HARBOR CAPITAL APRECTION-INST #20	411511504		2/11/2013	6/18/2014	6,714			5,112	1,602		0	0	0	1,602		
7 HARBOR CAPITAL APRECTION-INST #20	411511504		4/24/2014	6/18/2014	5,133			4,931	202		0	0	0	202		
8 HARBOR CAPITAL APRECTION-INST #20	411511504		5/25/2011	6/18/2014	5,166			3,441	1,725		0	0	0	1,725		
9 SHARES CORE S & P 500 ETF	464267200		8/6/2012	1/16/2014	3,336			2,531	805		0	0	0	805		
10 KALMAR GR W VAL SW CAP INC #4	483438305		2/11/2013	1/16/2014	5,421			4,126	1,295		0	0	0	1,295		
11 KEELY SMALL CAP VAL FD CL #2251	487300808		12/28/2010	6/18/2014	3,159			2,064	1,095		0	0	0	1,095		
12 KEELY SMALL CAP VAL FD CL #2251	487300808		12/28/2010	6/18/2014	26,463			16,914	9,549		0	0	0	9,549		
13 KEELY SMALL CAP VAL FD CL #2251	487300808		8/26/2011	6/18/2014	10,576			5,981	4,595		0	0	0	4,595		
14 LAUDUS MONTANIAN INTL F-INST #294518550655	294518550655		10/20/2011	4/22/2014	32,460			36,558	-4,098		0	0	0	-4,098		
15 LAUDUS MONTANIAN INTL F-INST #294518550655	294518550655		2/14/2012	4/22/2014	1,680			1,806	-126		0	0	0	-126		
16 LAUDUS MONTANIAN INTL F-INST #294518550655	294518550655		7/12/2013	4/22/2014	4,665			4,554	111		0	0	0	111		
17 LAUDUS MONTANIAN INTL F-INST #294518550655	294518550655		12/1/2014	4/22/2014	4,665			4,554	111		0	0	0	111		
18 MFS VALUE FUND-CLASS #863	552938364		2/14/2012	1/16/2014	6,750			4,888	1,862		0	0	0	1,862		
19 MERGER FD SH BEN INT #260	589509108		10/20/2011	6/18/2014	8,393			8,057	336		0	0	0	336		
20 ASG GLOBAL ALTERNATIVES-Y #1993	638727885		10/11/2013	1/16/2014	2,303			2,324	-21		0	0	0	-21		
21 ASG GLOBAL ALTERNATIVES-Y #1993	638727885		7/12/2013	1/16/2014	7,815			7,869	-54		0	0	0	-54		
22 ASG GLOBAL ALTERNATIVES-Y #1993	638727885		7/12/2013	6/18/2014	10,475			10,680	-185		0	0	0	-185		
23 DREYFUS EMG MKT DEBT LOC C1 #608	261980494		8/10/2012	10/10/2013	27,301			28,145	-844		0	0	0	-844		
24 ARTISAN MID CAP FUND-INS #1333	043146600		7/12/2013	10/6/2013	5,776			5,552	224		0	0	0	224		
25 ARTISAN MID CAP FUND-INS #1333	043146600		7/12/2013	4/22/2014	139			131	8		0	0	0	8		
26 ARTISAN MID CAP FUND-INS #1333	043146600		2/11/2013	4/22/2014	11,476			9,598	1,878		0	0	0	1,878		
27 DREYFUS EMG MKT DEBT LOC C1 #608	261980494		2/14/2012	10/10/2013	925			925	-7		0	0	0	-7		
28 CREDIT SUISSE COMM RET ST-1 #2156	225445305		8/26/2011	10/6/2013	16,995			21,668	-4,759		0	0	0	-4,759		
29 AOR MANAGED FUTURES STR-1 #1521	020203859		7/12/2013	10/6/2013	17,987			18,627	-640		0	0	0	-640		
30 ARTISAN INTERNATIONAL FUND #661	043146204		8/26/2011	1/16/2014	10,453			7,078	3,374		0	0	0	3,374		
31 CREDIT SUISSE COMM RET ST-1 #2156	225445305		8/26/2011	4/22/2014	7,362			8,808	-1,446		0	0	0	-1,446		
32 DREYFUS EMG MKT DEBT LOC C1 #608	261980494		2/14/2012	6/18/2014	5,883			5,644	239		0	0	0	239		
33 CREDIT SUISSE COMM RET ST-1 #2156	225445305		8/26/2011	6/18/2014	10,120			12,312	-2,192		0	0	0	-2,192		
34 DREYFUS EMG MKT DEBT LOC C1 #608	261980494		8/26/2011	6/18/2014	13,795			13,614	181		0	0	0	181		
35 CREDIT SUISSE COMM RET ST-1 #2156	225445305		2/14/2012	6/18/2014	4,266			4,686	-400		0	0	0	-400		
36 CREDIT SUISSE COMM RET ST-1 #2156	225445305		10/20/2011	6/18/2014	11,739			12,713	-974		0	0	0	-974		
37 DIAMOND HILL LONG-SHORT FD CL #1	252645833		8/10/2012	1/16/2014	2,292			1,806	486		0	0	0	486		
38 DRIEHAUS ACTIVE INCOME FUND	262028855		2/11/2013	6/18/2014	9,070			9,019	51		0	0	0	51		
39 DODGE & COX INTL STOCK FD #1048	256206103		3/17/2008	10/6/2013	1,457			1,203	254		0	0	0	254		
40 DODGE & COX INTL STOCK FD #1048	256206103		3/17/2008	10/6/2013	1,058			1,032	26		0	0	0	26		
41 DODGE & COX INTL STOCK FD #1048	256206103		9/17/2008	10/6/2013	3,132			2,571	561		0	0	0	561		
42 DODGE & COX INTL STOCK FD #1048	256206103		2/11/2009	1/16/2014	4,170			3,162	1,008		0	0	0	1,008		
43 DODGE & COX INTL STOCK FD #1048	256206103		12/17/2009	6/18/2014	2,551			1,867	684		0	0	0	684		
44 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	1/16/2014	8,408			8,544	-136		0	0	0	-136		
45 DODGE & COX INCOME FD COM #147	256210105		7/12/2013	6/18/2014	12,676			12,922	-246		0	0	0	-246		
46 DRIEHAUS ACTIVE INCOME FUND	262028855		5/25/2011	1/16/2014	11,882			11,805	77		0	0	0	77		
47 OPPENHEIMER DEVELOPING MKT-Y #7	683974505		2/11/2013	10/6/2013	13,293			12,845	448		0	0	0	448		
48 OPPENHEIMER DEVELOPING MKT-Y #7	683974505		2/11/2013	6/18/2014	3,957			3,573	384		0	0	0	384		
49 PIMCO TOTAL RET FD-INST #35	693390700		5/10/2012	1/16/2014	2,210			2,310	-100		0	0	0	-100		
50 PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	6/18/2014	4,085			4,108	-23		0	0	0	-23		
51 PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	6/18/2014	10,228			10,151	75		0	0	0	75		
52 PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	6/18/2014	1,775			1,782	-7		0	0	0	-7		
53 RIDGEMOUTH SEX HY BD1-#5655	766281845		7/12/2013	1/16/2014	15,105			15,411	-306		0	0	0	-306		
54 RIDGEMOUTH SEX HY BD1-#5655	766281845		10/11/2013	6/18/2014	2,811			2,863	-52		0	0	0	-52		
55 RIDGEMOUTH SEX HY BD1-#5655	766281845		8/26/2011	1/16/2014	29,384			27,952	1,432		0	0	0	1,432		
56 RIDGEMOUTH SEX HY BD1-#5655	766281845		8/26/2011	4/22/2014	36,156			34,051	2,107		0	0	0	2,107		
57 RIDGEMOUTH SEX HY BD1-#5655	766281845		10/20/2011	4/22/2014	12,058			11,306	752		0	0	0	752		
58 T ROWE PRICE SHORT TERM BD FD #5	779571105		2/14/2012	4/22/2014	14,314			14,484	-150		0	0	0	-150		
59 T ROWE PRICE SHORT TERM BD FD #5	779571105		2/14/2012	4/22/2014	3,864			3,904	-40		0	0	0	-40		
60 T ROWE PRICE SHORT TERM BD FD #5	779571105		2/11/2013	6/18/2014	10,016			10,120	-104		0	0	0	-104		
61 SPDR DJ WILSHIRE INTERNATIONAL R	784632683		5/23/2011	6/18/2014	2,630			2,378	251		0	0	0	251		
62 VANGUARD FTSE EMERGING MARKET	922042858		12/28/2010	10/9/2013	13,271			15,218	-1,947		0	0	0	-1,947		
63 VANGUARD FTSE EMERGING MARKET	922042858		2/7/2013	1/16/2014	13,668			15,523	-1,555		0	0	0	-1,555		
64 VANGUARD FTSE EMERGING MARKET	922042858		12/28/2010	1/16/2014	16,026			19,023	-2,997		0	0	0	-2,997		
65 VANGUARD REIT VIPER	922909553		10/9/2013	4/22/2014	5,041			4,604	437		0	0	0	437		
66 VANGUARD REIT VIPER	922909553		12/28/2010	4/22/2014	432			320	112		0	0	0	112		
67 VANGUARD FTSE EMERGING MARKET	922042858		12/28/2010	6/18/2014	1,895			2,020	-155		0	0	0	-155		
68 VANGUARD REIT VIPER	922909553		11/19/2012	4/22/2014	288			250	38		0	0	0	38		

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	29,299		
										29,299	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 0
2 First quarter estimated tax payment	12/10/2013	2 242
3 Second quarter estimated tax payment	1/9/2014	3 242
4 Third quarter estimated tax payment	4/10/2014	4 242
5 Fourth quarter estimated tax payment	7/9/2014	5 241
6 Other payments		6
7 Total		7 967

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	31,741
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	31,741

990PF, PART VII-A LINE 8B - EXPLANATION OF NON-FILING WITH A.G. STMT

NJ does not require a copy of Form 990-PF to be filed if gross contributions are less than \$10,000

Security Type	EIN	CUSIP	Asset Name	FMV	Fed Cost
Invest - Other	22-6455160	04314H204	ARTISAN INTERNATIONAL FUND #661	97,106.28	68,361.73
Invest - Other	22-6455160	04314H600	ARTISAN MID CAP FUND-INS #1333	72,744.99	60,192.96
Invest - Other	22-6455160	22544R305	CREDIT SUISSE COMM RET ST-I #2156	56,359.25	60,488.87
Invest - Other	22-6455160	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	39,643.87	27,967.27
Invest - Other	22-6455160	256206103	DODGE & COX INT'L STOCK FD #1048	97,298.33	54,897.13
Invest - Other	22-6455160	256210105	DODGE & COX INCOME FD COM #147	127,381.00	117,151.06
Invest - Other	22-6455160	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	48,924.70	48,024.15
Invest - Other	22-6455160	261980668	DREYFUS INTERNATL BOND FD CL I #6094	43,740.84	43,409.47
Invest - Other	22-6455160	262028855	DRIEHAUS ACTIVE INCOME FUND	39,105.27	38,284.02
Invest - Other	22-6455160	277923728	EATON VANCE GLOBAL MACRO - I #0088	28,522.22	29,107.42
Invest - Other	22-6455160	315920702	FID ADV EMER MKTS INC- CL I #607	30,600.74	28,978.95
Invest - Other	22-6455160	339128100	JP MORGAN MID CAP VALUE-I #758	73,575.85	54,257.56
Invest - Other	22-6455160	411511504	HARBOR CAPITAL APRCTON-INST #2012	119,534.19	75,526.62
Invest - Other	22-6455160	464287200	ISHARES CORE S & P 500 ETF	39,044.25	27,406.60
Invest - Other	22-6455160	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	34,335.86	34,586.53
Invest - Other	22-6455160	483438305	KALMAR GR W/ VAL SM CAP-INS #4	35,255.50	31,073.45
Invest - Other	22-6455160	552983694	MFS VALUE FUND-CLASS I #893	115,560.43	86,018.44
Invest - Other	22-6455160	589509108	MERGER FD SH BEN INT #260	49,085.07	47,568.75
Invest - Other	22-6455160	638721885	ASG GLOBAL ALTERNATIVES-Y #1993	38,870.65	40,033.71
Invest - Other	22-6455160	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	68,351.52	68,884.27
Invest - Other	22-6455160	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	33,471.36	32,792.76
Invest - Other	22-6455160	683974604	OPPENHEIMER DEVELOPING MKT-I #799	98,107.85	87,088.11
Invest - Other	22-6455160	693390700	PIMCO TOTAL RET FD-INST #35	127,935.74	121,393.44
Invest - Other	22-6455160	693390882	PIMCO FOREIGN BD FD USD H-INST #103	44,545.66	41,700.08
Invest - Other	22-6455160	77957P105	T ROWE PRICE SHORT TERM BD FD #55	78,727.49	78,989.51
Invest - Other	22-6455160	77958B402	T ROWE PRICE INST FLOAT RATE #170	28,916.80	29,046.32
Invest - Other	22-6455160	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	69,268.50	58,151.48
Invest - Other	22-6455160	863137105	STRATTON SM-CAP VALUE FD #37	35,493.26	37,417.75
Invest - Other	22-6455160	922042858	VANGUARD FTSE EMERGING MARKETS ETF	32,746.28	31,796.87
Invest - Other	22-6455160	922908553	VANGUARD REIT VIPER	70,480.90	50,194.68
			TOTAL OTHER INVESTMENTS	1,874,734.65	1,610,789.96
Savings & Temp Inv	22-6455160	VP0528308	FEDERATED TREAS OBL FD 68	82,330.14	82,330.14
Savings & Temp Inv	22-6455160	VP0528308	FEDERATED TREAS OBL FD 68	5,833.91	5,833.91
Cash	22-6455160		TOTAL CASH, SAVINGS AND TEMP	100.45	100.45
			TOTAL ASSETS	1,962,999.15	1,699,054.46